

## AMENDMENT NO. 3

To the Offering Plan of

***ONE HUNTERS POINT CONDOMINIUM***

Located at:  
 5-49 Borden Avenue  
 Long Island City, Queens County, New York

This Amendment modifies and supplements the terms of the Offering Plan accepted for filing on September 11, 2007, amended September 25, 2007 (Amendment No. 1) and amended October 5, 2007 (Amendment No. 2) (hereinafter called the “Plan”) and should be read in conjunction with the Plan. The terms of this Amendment are as follows:

**1. Revised Schedule A**

Schedule A to the Offering Plan is amended to disclose revised Initial Purchase Prices of the following Units:

| <b><u>Unit</u></b> | <b><u>Revised Purchase Price</u></b> |
|--------------------|--------------------------------------|
| B6                 | \$735,000.00                         |
| B7                 | 745,000.00                           |
| C4                 | 482,520.00                           |
| C5                 | 497,520.00                           |
| D4                 | 652,380.00                           |
| D6                 | 672,380.00                           |
| D8                 | 705,000.00                           |
| E3                 | 703,000.00                           |
| E4                 | 730,000.00                           |
| F4                 | 600,000.00                           |
| G4                 | 735,000.00                           |
| G5                 | 750,000.00                           |
| H7                 | 493,000.00                           |
| H8                 | 506,600.00                           |
| L4                 | 574,100.00                           |
| L5                 | 589,100.00                           |
| L6                 | 604,100.00                           |
| M5                 | 805,800.00                           |
| M6                 | 820,800.00                           |
| N7                 | 455,000.00                           |
| K11                | 1,050,000.00                         |
| N8                 | 475,000.00                           |
| C7                 | 530,000.00                           |
| C8                 | 556,000.00                           |

|      |            |
|------|------------|
| L7   | 619,100.00 |
| J3   | 494,620.00 |
| G7   | 825,000.00 |
| GA1  | 50,000.00  |
| GA2  | 50,000.00  |
| GA3  | 50,000.00  |
| GA4  | 50,000.00  |
| GA5  | 50,000.00  |
| GA6  | 50,000.00  |
| GA7  | 50,000.00  |
| GA8  | 50,000.00  |
| GA9  | 50,000.00  |
| GA10 | 50,000.00  |
| GA11 | 50,000.00  |
| GA12 | 50,000.00  |
| GA13 | 50,000.00  |
| GA14 | 50,000.00  |
| GA15 | 50,000.00  |
| GA16 | 50,000.00  |
| GA17 | 50,000.00  |
| GA18 | 50,000.00  |
| GA19 | 50,000.00  |
| GA20 | 50,000.00  |
| GA21 | 50,000.00  |
| GA22 | 50,000.00  |
| GA23 | 50,000.00  |
| GA24 | 50,000.00  |
| GA25 | 45,000.00  |
| R1   | 54,000.00  |
| R2   | 54,000.00  |
| R3   | 54,000.00  |
| R4   | 56,250.00  |
| R5   | 72,250.00  |
| R6   | 71,750.00  |
| R7   | 60,000.00  |
| R8   | 60,000.00  |
| R9   | 60,000.00  |
| R10  | 85,000.00  |
| R11  | 82,750.00  |
| R12  | 65,000.00  |
| R13  | 60,000.00  |
| R14  | 60,000.00  |
| R15  | 60,000.00  |
| R16  | 60,000.00  |
| R17  | 60,000.00  |

|     |           |
|-----|-----------|
| R18 | 65,000.00 |
| R19 | 65,000.00 |
| R20 | 65,000.00 |
| R21 | 72,500.00 |
| R22 | 55,000.00 |
| R23 | 55,000.00 |
| R24 | 55,000.00 |
| R25 | 55,000.00 |
| R26 | 55,000.00 |

The provisions of this Paragraph shall only apply to purchase agreements entered into subsequent to the date of this Amendment.

**2. Incorporation of Plan**

The Plan, as modified and supplemented hereby, is incorporated herein by reference with the same effect as if set forth at length.

**3. Definitions**

All terms used in this Amendment, not otherwise defined herein, shall have the same meanings ascribed to them in the Plan.

**4. No Material Changes**

Except as set forth in this Amendment, there have been no material changes in the Plan.

Dated: October 12, 2007

***BORDEN EAST RIVER REALTY LLC***  
Sponsor